

NSU FACILITIES CORPORATION
Thibodaux, Louisiana

Audited Financial Statements

Years Ended June 30, 2022 and 2021

NSU FACILITIES CORPORATION

Table of Contents
June 30, 2022 and 2021

	<u>Page</u>
Independent Auditor's Report	1-2
Financial Statements	
Statements of Financial Position	3
Statements of Activities and Functional Expenses	4
Statements of Cash Flows	5
Notes to Financial Statements	6-18

**Martin
and
Pellegrin**

103 Ramey Road
Houma, Louisiana 70360

*Certified public Accountants
(A Professional Corporation)*

Ph. (985) 851-3638
Fax (985) 851-3951

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
NSU Facilities Corporation
Thibodaux, Louisiana

We have audited the financial statements of NSU Facilities Corporation, a nonprofit organization, a component unit of the University of Louisiana System, which comprise the statements of financial position as of June 30, 2022 and 2021, and the related statements of activities and functional expenses and cash flows for the years then ended, and the related notes to the financial statements.

Opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the NSU Facilities Corporation as of June 30, 2022 and 2021, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of NSU Facilities Corporation and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

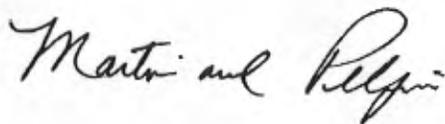
In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about NSU Facilities Corporation's ability to continue as a going concern for one year after the date that the financial statements are issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of NSU Facilities Corporation's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about NSU Facilities Corporation's ability to continue as a going concern for a reasonable period of time.



Houma, Louisiana
September 2, 2022

FINANCIAL STATEMENTS

NSU FACILITIES CORPORATION
Statements of Financial Position
June 30, 2022 and 2021

	2022	2021
Assets		
Current Assets		
Lease income receivable	\$ 527,229	\$ 429,050
Non-current Assets		
Restricted cash - bond reserves	4,336,270	3,583,799
Restricted cash - debt service reserves	4,380,301	4,371,266
Property and equipment, net of accumulated depreciation of \$44,264,970 and \$40,616,939	36,371,520	40,019,551
Total Non-current Assets	45,088,091	47,974,616
Total Assets	\$ 45,615,320	\$ 48,403,666
Liabilities		
Current Liabilities		
Accrued interest payable	\$ 241,396	\$ 269,912
Current maturities of long-term debt	2,370,000	2,275,000
Total Current Liabilities	2,611,396	2,544,912
Long-term Liabilities		
Tax-exempt bonds payable, net of current maturities	41,849,150	43,897,852
Taxable bonds payable, net of current maturities	2,145,000	2,410,000
Unamortized swap interest	123,857	130,723
Interest rate swap	5,766,000	10,668,000
Deferred lease income	5,001,780	5,330,644
Total Long-term Liabilities	54,885,787	62,437,219
Total Liabilities	57,497,183	64,982,131
Net Deficit Without Donor Restrictions	(11,881,863)	(16,578,465)
Total Liabilities and Net Deficit	\$ 45,615,320	\$ 48,403,666

See accompanying notes.

NSU FACILITIES CORPORATION
Statements of Activities and Functional Expenses
Years Ended June 30, 2022 and 2021

	2022	2021
Revenues		
Lease income	\$ 5,946,137	\$ 5,665,152
Interest income	2,843	809
	5,948,980	5,665,961
Functional Expenses		
Program services		
Depreciation expense	3,648,031	3,648,030
Interest expense	2,384,250	2,524,073
Amortization of bond discounts, premiums, and cost of issuance (net)	56,297	92,291
Repairs and maintenance	24,300	31,180
Professional and legal fees	12,000	17,763
	6,124,878	6,313,337
Total program services		
Management and general expenses		
Professional and legal fees	29,500	24,697
	6,154,378	6,338,034
Total Functional Expenses		
Other Income (Expense)		
Unrealized gain on interest rate swap	4,902,000	3,505,000
Loss on refinance	-	(411,486)
	4,902,000	3,093,514
Total Other Income		
Change in Net Assets Without Donor Restrictions	4,696,602	2,421,441
Net Deficit - Beginning of Year	(16,578,465)	(18,999,906)
Net Deficit - End of Year	\$ (11,881,863)	\$ (16,578,465)

See accompanying notes.

NSU FACILITIES CORPORATION
Statements of Cash Flows
Years Ended June 30, 2022 and 2021

	2022	2021
Cash Flows from Operating Activities		
Cash received for leases	\$ 5,519,095	\$ 5,397,200
Cash received for interest	2,843	867
Cash paid for supplies and services	(65,800)	(73,640)
Cash paid for interest	(2,419,632)	(2,571,508)
Other receipts (payments)	-	(623,845)
	<u>3,036,506</u>	<u>2,129,074</u>
Cash Flows Used in Financing Activities		
Proceeds from issuance of debt	-	9,250,680
Principal paid on capital debt and leases	(2,275,000)	(10,758,514)
Other sources	-	49,323
	<u>(2,275,000)</u>	<u>(1,458,511)</u>
Net increase in cash and cash equivalents	761,506	670,563
Cash and Cash Equivalents		
Beginning of Year	<u>7,955,065</u>	<u>7,284,502</u>
End of Year	<u>\$ 8,716,571</u>	<u>\$ 7,955,065</u>
Reconciliation of Change in Net Deficit to Net Cash Provided by Operating Activities		
Change in net deficit	\$ 4,696,602	\$ 2,421,441
Adjustments to reconcile change in net deficit to net cash provided by operating activities		
Depreciation	3,648,031	3,648,030
Loss on refinance	-	(411,486)
Gain on interest rate swap	(4,902,000)	(3,505,000)
Amortization of bond discounts, premiums, and cost of issuance (net)	56,298	291,419
Changes in assets and liabilities		
Lease income receivable	(98,179)	60,911
Accrued interest receivable	-	58
Accrued interest payable	(28,516)	(40,570)
Unamortized swap interest	(6,866)	(6,866)
Deferred lease income	(328,864)	(328,863)
	<u>\$ 3,036,506</u>	<u>\$ 2,129,074</u>
Supplemental Cash Flow Information		
Cash paid for interest	<u>\$ 2,419,632</u>	<u>\$ 2,571,508</u>
Unrealized gain on interest rate swap	<u>\$ (4,902,000)</u>	<u>\$ (3,505,000)</u>
Loss on refinance	<u>\$ -</u>	<u>\$ 411,486</u>

See accompanying notes.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 1 – Summary of Significant Accounting Policies

- A. Nature of the Organization – The NSU Facilities Corporation (the Corporation) is a nonprofit organization formed to promote, assist, and benefit the mission of Nicholls State University (the University) through the acquisition, construction, development, management, leasing as lessor or lessee, mortgaging and/or conveying student housing facilities as well as other buildings and improvements on the campus of the University.

The Corporation participated in bond issuances by borrowing money from The Louisiana Local Government Environmental Facilities and Community Development Authority (the Issuer) who issued \$32,380,000 (Series 2007B), \$1,975,000 (Series 2016A), \$4,000,000 (Series 2016B), \$10,605,000 (Series 2017A), and \$8,415,000 (Series 2021) in revenue bonds which will be payable solely from the revenues of the Corporation. The original issue bond proceeds are primarily used to acquire, construct, develop, and renovate real estate related facilities and improvements.

Governmental Accounting Standards Board (GASB) Statement No. 61, *The Financial Reporting Entity: Omnibus*, an amendment of GASB Statements No. 14 and No. 34, requires inclusion of the Corporation's financial statements in the University of Louisiana System's financial statements.

- B. Basis of Accounting – The accompanying financial statements are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America. Revenues are recognized when earned, and expenses are recognized when incurred.
- C. Basis of Presentation – The financial statement presentation is in accordance with the Not-for-Profit Entities Topic of the Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC). Accordingly, the Corporation reports information regarding its financial position and activities according to two classes of net assets:
1. Net Assets Without Donor Restrictions – Net assets for general use that are not subject to donor-imposed restrictions.
 2. Net Assets With Donor Restrictions – Net assets whose use is limited by donor-imposed time and/or purpose restrictions. Once expended for their restricted purpose, these restricted net assets are released to net assets without donor restrictions and reported in the Statements of Activities as net assets released from restrictions.

The Corporation had no net assets with donor restrictions for the years ended June 30, 2022 and 2021.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 1 – Summary of Significant Accounting Policies (Cont.)

- D. Cash and Cash Equivalents – For the purpose of the Statements of Cash Flows, the Corporation considers all cash, including restricted cash, and other highly liquid investments with initial maturities of three months or less to be cash equivalents.
- E. Investment Securities – Investments in marketable securities with readily determinable fair values and all investments in debt securities are valued at their fair values in the Statements of Financial Position. Unrealized gains and losses are included in the change in net assets. Short-term investments held as restricted for debt services and other purposes under the bond indentures are stated at cost, which approximates market value.
- F. Fixed Assets and Depreciation – Fixed assets are recorded at cost and include interest capitalized in connection with major long-term construction projects. Replacements and major improvements are capitalized; maintenance and repairs are charged to operations as incurred. The Corporation assesses its long-lived assets for impairment when indicators are identified, but at least annually. Historically, no other than temporary impairments have been identified. Depreciation is computed using the straight-line method over the lives of the assets' respective leases. Salvage values are not used because title of the assets will relinquish to the landlord at the end of such leases. Substantially all of the Corporation's fixed assets are pledged to secure long-term debt as discussed in Note 9.
- G. Revenue Recognition – Lease revenue consists of Base Rentals and Additional Rentals. Revenues from base rentals are determined and recognized as income in accordance with debt service schedules associated with each respective lease and related financing instrument. As such, lease revenue transactions are not necessarily intended to represent fair market value arrangements. Management has not attempted to make a determination as to the actual fair market value of rental payments for the leased facilities. Additional Rentals consist of any and all expenses, of every nature, character, and kind whatsoever, incurred by the management, operation, ownership, and/or maintenance of the facilities. Additional Rentals are recorded as revenue when the related expense is incurred.
- H. Income Taxes – The Corporation is a nonprofit organization as described in Section 501(c)(3) of the Internal Revenue Code and is exempt from federal and state income taxes. The Corporation's Form 990, Return of Organization Exempt from Income Tax, is generally subject to examination by the Internal Revenue Service for three years after the return was filed.

Accounting principles generally accepted in the United States of America provide accounting and disclosure guidance about positions taken by an entity in its tax returns that might be uncertain. Management believes that the Corporation has appropriate support for any tax positions taken, and as such, does not have any uncertain tax positions that are material to the financial statements.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 1 – Summary of Significant Accounting Policies (Cont.)

- I. Estimates – The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.
- J. Recent Accounting Pronouncement – In January 2016, the FASB issued ASU 2016-02, Leases (Topic 842). The guidance in this ASU supersedes the leasing guidance in Topic 840, Leases. Under the new guidance, lessees are required to recognize lease assets and lease liabilities on the balance sheet for all leases with terms longer than 12 months. Leases will be classified as either finance or operating, with classification affecting the pattern of expense recognition in the income statement. A modified retrospective transition approach is required. An entity may adopt the guidance either (1) retrospectively to each prior reporting period presented in the financial statements with a cumulative effect adjustment recognized at the beginning of the earliest comparative period presented or (2) retrospectively at the beginning of the period of adoption through a cumulative-effect adjustment. The new standard also provides a number of practical expedients. ASU 2016-02 is effective for financial statements issued for annual periods beginning after December 15, 2021. The Organization is currently evaluating the impact of the pending adoption of the new standard on its financial statements.

Note 2 – Restricted Cash

Restricted cash held by the Bond Trustees consists of cash and money market mutual funds. These accounts are stated at cost, which approximates market, and are uninsured.

Under the terms of the various Trust Indentures or similar documents, various funds such as Project, Capitalized Interest, Replacement, and Debt Service must be established and maintained for each of the projects. These associated documents govern the types of investments and requirements for collateralization. The bond indentures contain significant limitations and restrictions on annual debt service requirements, maintenance of and flow of monies through various restricted accounts, minimum amounts to be maintained in various sinking funds, and minimum bond coverages.

Restricted cash consists of the following as of June 30, 2022 and 2021:

	<u>2022</u>	<u>2021</u>
Bond Reserves	\$ 4,336,270	\$ 3,583,799
Debt Service Reserves	4,380,301	4,371,266
Total Cash, Cash Equivalents, and Restricted Cash Reported in the Statement of Cash Flows	<u>\$ 8,716,571</u>	<u>\$ 7,955,065</u>

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 2 – Restricted Cash (Cont.)

Investment returns consist of interest income on restricted cash in the amounts of \$2,843 and \$809 for the years ended June 30, 2022 and 2021, respectively.

Note 3 – Concentrations of Risk

The Corporation received 100% of its Lease Income from Nicholls State University. The University's primary sources of funding for the lease payments are student fees for room and board, parking, and other student assessments. The legislature of the State of Louisiana and the Board of Supervisors of the University of Louisiana System have significant control over the future funding and operations of the University. Changes in funding or policy by these entities, which result in a significant decrease in student enrollment, could have a significant adverse impact on the Corporation.

The Corporation maintains its cash and short-term investments in money market mutual funds. These accounts are not insured. The Corporation has not experienced any losses and does not believe that significant credit risk exists as a result of this practice. As of June 30, 2022, the total amount of uninsured money market investments was approximately \$8,716,571.

Note 4 – Property and Equipment

Property and equipment consist of the following as of June 30, 2022 and 2021:

	<u>June 30, 2021</u>	<u>Additions</u>	<u>Deletions</u>	<u>June 30, 2022</u>
Infrastructure improvements	\$ 2,905,424	\$ -	\$ -	\$ 2,905,424
Building improvements	7,019,698	-	-	7,019,698
Buildings	70,711,368	-	-	70,711,368
	80,636,490	-	-	80,636,490
Accumulated depreciation	(40,616,939)	(3,648,031)	-	(44,264,970)
Net property and equipment	<u>\$ 40,019,551</u>	<u>\$ (3,648,031)</u>	<u>\$ -</u>	<u>\$ 36,371,520</u>

Depreciation expense totaled \$3,648,031 and \$3,648,030 for the years ended June 30, 2022 and 2021, respectively.

Note 5 – Lease Income Receivable

Receivables associated with lease income represent pro-rated amounts of scheduled lease income (scheduled principal and interest payments on the bonds). Lease income is collected periodically in accordance with pre-determined debt service requirements associated with the bonds. As such, a daily revenue rate for each bond (lease) is calculated, and a receivable is recorded to reflect the annualized revenue for each respective lease that will be collected in the following fiscal year.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 6 – Deferred Lease Income

Liabilities associated with Deferred Lease Income represent amounts paid to the Corporation by the University at the issuance of certain bonds. These payments were considered advance payments of rent under the various facilities lease agreements. As such, the deferred lease income (advance payments of rent) is being amortized into lease income on a straight-line basis over the life of the respective original lease terms. The University originally generated the funds primarily as a result of student fees associated with, and designated for, each respective project. Original funded amounts, accumulated amortization, and remaining deferred income are as follows:

June 30, 2022

Associated Bond Issue	Life (Years)	Original Funded Amount	Current Year Income	Accumulated Amortized Income	Deferred Lease Income
Series 2006A / 2016A	20.00	\$ 40,303	\$ 2,015	\$ 32,494	\$ 7,809
Series 2006B / 2016B	25.00	909,697	36,388	586,892	322,805
Series 2007A / 2017A	16.90	1,001,378	59,195	880,644	120,734
Series 2010 / 2021	31.50	7,182,500	228,016	2,640,611	4,541,889
Series 2016A	9.00	29,250	3,250	20,707	8,543
		<u>\$ 9,163,128</u>	<u>\$328,864</u>	<u>\$4,161,348</u>	<u>\$ 5,001,780</u>

June 30, 2021

Associated Bond Issue	Life (Years)	Original Funded Amount	Current Year Income	Accumulated Amortized Income	Deferred Lease Income
Series 2006A / 2016A	20.00	\$ 40,303	\$ 2,015	\$ 30,479	\$ 9,824
Series 2006B / 2016B	25.00	909,697	36,388	550,504	359,193
Series 2007A / 2017A	16.90	1,001,378	59,195	821,449	179,929
Series 2010 / 2021	31.50	7,182,500	228,015	2,412,595	4,769,905
Series 2016A	9.00	29,250	3,250	17,457	11,793
		<u>\$ 9,163,128</u>	<u>\$328,863</u>	<u>\$3,832,484</u>	<u>\$ 5,330,644</u>

Note 7 – Ground Leases

The Corporation leases the land on which the facilities are located from the Board of Supervisors of the University of Louisiana System (the Board), pursuant to ground lease agreements commencing on May 1, 2006, August 1, 2007, February 1, 2016, and December 1, 2017. In connection with the issuance of the Series 2016A and Series 2016B Bonds, the May 1, 2006 lease agreement was superseded by the February 1, 2016 lease agreement. Additionally, in connection with the issuance of the Series 2017A Bonds, the August 1, 2007 lease agreement was superseded by the December 1, 2017 lease agreement. Lease payments of \$1 per year are payable to the Board in advance.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 7 – Ground Leases (Cont.)

The lease term extends until the related bond issue is paid or defeased or the Board exercises its option to purchase under the facilities lease agreements as discussed in Note 8 below.

The Corporation leases the land and improvements on which the recreation center is located from the Board, pursuant to the ground lease agreement commencing on April 1, 2009. In connection with the issuance of the Series 2021 Bonds, the April 1, 2009 lease agreement was superseded by the March 11, 2021 lease agreement. Lease payments of \$1 per year are payable to the Board in advance. The lease term extends until the related bond issue is paid or defeased. The lease may also terminate upon mutual agreement of the Corporation and the Board or if the Board exercises its option to purchase under the facilities lease.

Note 8 – Facilities Leases

The Corporation leases facilities to the Board under facilities lease agreements beginning May 1, 2006, August 1, 2007, December 1, 2010, February 1, 2016, December 1, 2017, and March 11, 2021. In connection with the issuance of the Series 2016A and Series 2016B Bonds, the May 1, 2006 Facilities Lease Agreement was superseded by the February 1, 2016 Facilities Lease Agreement. In connection with the issuance of the Series 2017A Bonds, the August 1, 2007 facilities lease agreement was superseded by the December 1, 2017 facilities lease agreement. In connection with the issuance of the Series 2021 Bonds, the December 1, 2010 facilities lease agreement was superseded by the March 11, 2021 facilities lease agreement. The rental payments under the facilities lease agreements consist of Base Rentals and Additional Rentals.

Base Rentals are equal to the annual debt service payments due on the Corporation's long-term bonds and deposits to repair and replacement reserves as required under the bond indentures. Additional Rentals consist of any and all expenses, of every nature, character, and kind whatsoever, incurred by the Corporation on behalf of the Board and/or by the Board or the University in the management, operation, ownership, and/or maintenance of the facilities. The Board shall be entitled to a credit against and reduction of each Base Rental payment in an amount equal to any amounts derived from accrued interest from the sale of the Bonds and/or surplus monies, including investment earnings.

The leases include purchase options under which the Board may elect to purchase the leased facilities for an amount equal to the outstanding principal and interest due on the Bonds plus any prepayment penalties and any other costs or charges which may become due as a result of the prepayment.

Minimum future lease revenues consist of Base Rental payments. Additional Rentals, which are based on any expenses incurred by the Corporation for operation or maintenance of the facilities other than payments required under the bond indentures, are considered additional rentals because they are not fixed in the lease agreements. Additional rentals of \$370,364 and \$370,676 are included in rental income for the years ended June 30, 2022 and 2021, respectively.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 8 – Facilities Leases (Cont.)

Minimum rental payments to be received under non-cancelable operating leases over the next five years are as follows:

<u>Year Ending June 30,</u>	<u>Amount</u>
2023	\$ 5,485,744
2024	5,483,707
2025	5,544,353
2026	5,297,095
2027	5,284,362
Thereafter	55,820,639
	\$ 82,915,900

Note 9 – Long-Term Debt

Series 2007B Bonds Payable

On August 23, 2007, the Louisiana Local Government Environmental Facilities and Community Development Authority (the Issuer) issued \$17,680,000 of non-taxable Series 2007A Bonds and \$32,380,000 of non-taxable Series 2007B Bonds pursuant to an Indenture of Trust between the Issuer and the J. P. Morgan Trust Company, N.A.

As referenced below for the Series 2017A Bonds, the Series 2007A Bonds were refinanced in December 2017. The 2007B Bonds are payable in semi-annual installments of interest and annual installments of principal in varying amounts through final maturity on June 1, 2039. Annual principal installments are scheduled to begin on June 30, 2025. The Series 2007B Bonds bear interest at a variable rate equal to 70% of the one-month London Interbank Offered Rate (LIBOR) plus 1.50% and are subject to an interest rate swap agreement as discussed below. The fixed interest rate under the swap agreement was 5.622% as of June 30, 2022 and 2021.

Pursuant to loan agreements between the Issuer and the Corporation, the Issuer has loaned the proceeds of the 2017A Bonds to the Corporation. The proceeds were used to refund the 2007A Bonds in the amount of \$9,130,000 and pay the cost of issuance of the Series 2017 Bonds.

Series 2010 Bonds Payable

On December 1, 2010, the Issuer issued \$10,860,000 of non-taxable Series 2010 Bonds pursuant to an Indenture of Trust between the Issuer and Regions Bank (Regions).

Pursuant to loan documents between the Issuer and the Corporation, the Issuer has loaned the proceeds of the Bonds to the Corporation. The proceeds were used to finance a new recreation center and to pay the cost of issuing the Bonds.

As referenced below, the Series 2010 Bonds were refinanced in March 2021.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 9 – Long-Term Debt (Cont.)

Series 2016A and 2016B Bonds Payable

On February 1, 2016, the Issuer issued \$1,975,000 of non-taxable Series 2016A Bonds and \$4,000,000 of taxable Series 2016B Bonds pursuant to an Indenture of Trust between the Issuer and Regions.

Pursuant to loan agreements between the Issuer and the Corporation, the Issuer has loaned the proceeds of the bond to the Corporation. The proceeds were used to redeem the Series 2006A and the Series 2006B Bonds and to pay for the cost of issuance of the Bonds.

The Series 2016A Bonds are payable in semi-annual installments of interest and annual installments of principal in varying amounts through final maturity on April 1, 2025. The average coupon rate of the Series 2016A Bonds was 2.30% as of June 30, 2022 and 2021. The 2016B Bonds are payable in semi-annual installments of interest and annual installments of principal in varying amounts through final maturity on April 1, 2030. The average coupon rate of the Series 2016B Bonds was 3.71% as of June 30, 2022 and 2021.

Series 2017A Bonds Payable

On December 1, 2017, the Issuer issued \$10,605,000 of non-taxable Series 2017A Bonds pursuant to an Indenture of Trust between the Issuer and Regions.

Pursuant to loan agreements between the Issuer and the Corporation, the issuer has loaned the proceeds of the Bonds to the Corporation. The proceeds were used to redeem the Series 2007A Bonds in the amount of \$9,130,000 and pay for the cost of issuing the Bonds.

The Series 2017A Bonds are payable in semi-annual installments of interest and annual installments of principal in varying amounts through final maturity on June 1, 2024. The average coupon rate of the Series 2017A Bonds were 2.86% as of June 30, 2022 and 2021.

Series 2021 Bonds Payable

On March 1, 2021, the Issuer issued \$8,415,000 of non-taxable Series 2021 Bonds pursuant to an Indenture of Trust between the Issuer and Regions.

Pursuant to loan agreements between the Issuer and the Corporation, the Issuer has loaned the proceeds of the Bonds to the Corporation. The proceeds were used to redeem the Series 2010 Bonds in the amount of \$8,950,000 and to pay for the cost of issuing the Series 2021 Bonds.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 9 – Long-Term Debt (Cont.)

The Series 2021 Bonds are payable in semi-annual installments of interest and annual installments of principal in varying amounts through final maturity on October 1, 2041. The average coupon rate of the Series 2021 Bonds was 4.00% as of June 30, 2022 and 2021.

Pursuant to security agreements, leasehold deeds to secure debt, assignment of contract documents, and assignment of rents between the Corporation and Regions, the Corporation grants to Regions first lien security title in the leasehold estates created by the ground leases and a security interest in the revenues and accounts generated by the operations of the Corporation. The Corporation also assigned to Regions its rights under various agreements and contracts related to the Series 2016A, Series 2016B, Series 2017A, and Series 2021 Bonds. Pursuant to the indenture, the Issuer assigned all of their interest in the loan agreements to Regions to secure the Bonds.

Long-term bonds are as follows as of June 30, 2022:

	Principal	Unamortized Premium	Unamortized Discount and Issuance Cost	Net Bonds Payable	
				Tax-Exempt	Taxable
Tax-Exempt Bonds					
Series 2007B	\$ 32,380,000	\$ -	\$ (957,202)	\$31,422,798	\$ -
Series 2016A	670,000	-	(18,039)	651,961	-
Series 2017A	3,270,000	-	(136,542)	3,133,458	-
Series 2021	8,175,000	840,063	(211,371)	8,803,692	-
Total Tax-Exempt Bonds	44,495,000	840,063	(1,323,154)	44,011,909	-
Taxable Bonds					
Series 2016B	2,410,000	-	(57,759)	-	2,352,241
Total Bonds	46,905,000	840,063	(1,380,913)	44,011,909	2,352,241
Less: Current Maturities	(2,370,000)	-	-	(2,105,000)	(265,000)
Net Bonds Payable	\$ 44,535,000	\$ 840,063	\$ (1,380,913)	\$41,906,909	\$2,087,241

Long-term bonds are as follows as of June 30, 2021:

	Principal	Unamortized Premium	Unamortized Discount and Issuance Cost	Net Bonds Payable	
				Tax-Exempt	Taxable
Tax-Exempt Bonds					
Series 2007B	\$ 32,380,000	\$ -	\$ (1,019,617)	\$31,360,383	\$ -
Series 2016A	885,000	-	(24,902)	860,098	-
Series 2017A	4,835,000	-	(149,623)	4,685,377	-
Series 2021	8,415,000	885,003	(222,678)	9,077,325	-
Total Tax-Exempt Bonds	46,515,000	885,003	(1,416,820)	45,983,183	-
Taxable Bonds					
Series 2016B	2,665,000	-	(65,331)	-	2,599,669
Total Bonds	49,180,000	885,003	(1,482,151)	45,983,183	2,599,669
Less: Current Maturities	(2,275,000)	-	-	(2,020,000)	(255,000)
Net Bonds Payable	\$ 46,905,000	\$ 885,003	\$ (1,482,151)	\$43,963,183	\$2,344,669

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 9 – Long-Term Debt (Cont.)

Maturities of long-term debt as of June 30, 2022 are as follows:

<u>Year Ending June 30,</u>	<u>Tax-Exempt Bonds Payable</u>	<u>Taxable Bonds Payable</u>	<u>Total Bonds Payable</u>
2023	\$ 2,105,000	\$ 265,000	\$ 2,370,000
2024	2,165,000	275,000	2,440,000
2025	2,290,000	285,000	2,575,000
2026	2,160,000	295,000	2,455,000
2027	2,265,000	305,000	2,570,000
Thereafter	33,510,000	985,000	34,495,000
	<u>\$ 44,495,000</u>	<u>\$ 2,410,000</u>	<u>\$ 46,905,000</u>

Interest Rate Swap Agreement

Related Bonds: The Louisiana Local Government Environmental Facilities and Community Development Authority (the Authority) issued its \$32,380,000 Revenue Bonds (Nicholls State University Housing/NSU Facilities Corporation Project) Series B 2007B Bonds (the Bonds), the proceeds of which were loaned to the Corporation. The Bonds were issued as variable rate securities and bear interest at the variable rate in effect from time to time. On December 8, 2017, the Bonds were remarketed from a variable rate demand bond secured by the existing Assured Guaranty bond insurance and a liquidity facility provided by Regions Bank in the form of a stand-by bond purchase agreement confirmed by a Federal Home Loan Bank-Atlanta letter of credit (the Liquidity Facility) to a bond secured by the existing Assured Guaranty Bond insurance directly purchased by Regions Capital Advantage, Inc. The necessity of this remarketing was due to the termination of the Liquidity Facility securing the Bonds.

Objective of the Interest Rate Swap: In order to hedge interest rate exposure on the Bonds at the request of the Corporation, the Authority entered into an interest rate swap (the Swap) with Morgan Keegan Financial Products, Inc. (the Original Provider). The Swap was originally effective as of August 15, 2007 and was subsequently amended on June 20, 2008 as more fully described in the Master Agreement, Schedule to the Master Agreement, Replacement Transaction Agreement and Confirmation dated August 15, 2007 and the Amended Confirmation dated June 20, 2008 (the Original Swap Documents). In connection with the remarketing of the Bonds and pursuant to the terms of the Replacement Transaction Agreement, the Original Provider has assigned its rights under the Original Swap Documents to Deutsche Bank AG, New York Branch (the Replacement Provider), and the Original Swap Documents were amended pursuant to an Amended and Restated Confirmation (the Amended and Restated Confirmation and, together with the Original Swap Documents, the Swap Documents) between the Authority and the Replacement Provider.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 9 – Long-Term Debt (Cont.)

Corporation Liable for Swap Payments: The Corporation is liable to the Authority to make Swap payments and Bond debt service payments pursuant to the terms of the transaction documents. Any amounts owed by the Authority to the Replacement Provider of the Swap are obligations of the Corporation. Payments to the Replacement Provider, included in the Statements of Activities as interest expense, totaled \$1,260,147 and \$1,305,535 for the years ended June 30, 2022 and 2021, respectively.

Terms: Under the amended terms of the Swap since December 9, 2017, the Authority pays a fixed rate of 5.622%, and the Replacement Provider pays a variable rate equal to 70% of the one-month LIBOR plus 1.50% beginning January 2, 2018 through June 1, 2039, all as more fully described in the Swap Documents.

LIBOR Phase Out: As a result of widespread market manipulation by banks which provide quotes for determining the LIBOR index, LIBOR is being phased out and will not be quoted beyond June 30, 2023. In response, the Federal Reserve Board and the Federal Reserve Bank of New York created the Alternative Reference Rate Committee, which in 2017 announced that the Secured Overnight Financing Rate (SOFR) has been chosen as the recommended, but not mandatory, primary replacement index for LIBOR. Both the Swap and the Bonds have variable interest rates based on LIBOR. As of June 30, 2022, the Authority has not yet determined the replacement index for the Swap with the Replacement Provider, nor the replacement index for the Bonds with the Bondholder.

Fair Value: The fair value of the Swap agreement was \$5,766,000 and \$10,668,000 in favor of the Replacement Provider for the years ended June 30, 2022 and 2021, respectively. The fair value was provided by Sisung Securities Corporation.

Credit Risk: Credit risk is the risk that the counterparty will not fulfill its obligations. As of June 30, 2022, the Authority is not exposed to credit risk because the Swap has a negative fair value. However, should interest rates change and the fair value of the Swap become positive, the Authority would be exposed to credit risk in the amount of the Swap's fair value.

Basis Risk: Basis risk is the risk that arises when variable interest rates on a Swap and the associated debt are based on different indexes. Under the Swap, the floating rate paid to the Authority by the Replacement Provider is based on the same floating rate index as the Bonds (70% of one month LIBOR). Therefore, the Authority is not presently exposed to basis risk on the Swap. As part of the phase out of LIBOR, it is possible that the replacement index for the Bonds could be different than the replacement index for the Swap, which would result in basis risk for the Authority. As of June 30, 2022, the Corporation expects to seek to use the same replacement index for the Swap and the Bonds, thereby removing any basis risk, and to direct the Authority to enter into such documents necessary for the implementation thereof. However, the Corporation cannot provide any assurances as to the timing of implementing such replacement index for the

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 9 – Long-Term Debt (Cont.)

Swap or the Bonds, nor the willingness of the Bondholder and the Replacement Provider to voluntarily agree to using the same index. During any time period, temporary or permanent, that the underlying index for the Swap is different than the underlying index for the Bonds, the Authority would be subject to basis risk.

Termination Risk: The Authority or the Replacement Provider may terminate the Swap if the other party fails to perform under the terms of the contract. The Swap may be terminated if either party fails to make payment when due; breaches the Swap Documents; makes or repeats or deems to make or repeat a misrepresentation; bankrupts; merges without assumption; or commits an illegality. If the Swap is terminated, the variable-rate bond would no longer carry a synthetic interest rate. Also, if at the time of termination the Swap has a negative fair value, the Authority would be liable to the Replacement Provider for a payment equal to the Swap's fair value.

Rollover Risk: Rollover risk is the risk that the Swap does not extend to the maturity of the associated debt. The Authority is not exposed to rollover risk because the Swap terminates in conjunction with the maturity of the associated bond. The Swap terminates on June 1, 2039, and the Bonds mature on June 1, 2039.

Interest Rate Risk: Interest rate risk is the risk that the interest rate will change over some interval while the Bonds are outstanding. The Authority has entered into this fixed rate Swap agreement to mitigate interest risk associated with the underlying variable rate Bonds.

Note 10 – Fair Value Measurement

Under the FASB's authoritative guidance on fair value measurements, fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

FASB ASC 820, Fair Value Measurement, provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to the valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The inputs in the three levels of this hierarchy are described as follows:

Level 1 – Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities as of the reporting date. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant degree of judgment.

Level 2 – Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly, as of the reporting date.

NSU FACILITIES CORPORATION
Notes to Financial Statements
Years Ended June 30, 2022 and 2021

Note 10 – Fair Value Measurement (Cont.)

Level 3 – Valuations based on inputs that are unobservable and include situations where there is little, if any market activity for the investment. The inputs into the determination of fair value require significant management judgment or estimation.

In some instances, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such instances, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement.

Recurring Fair Value Measurements

The Corporation measures its interest rate swap derivative at fair value on a recurring basis. The fair value of the derivative is estimated as the present value of expected future cash flows, taking into account the type of security, its terms, and the projected yield based on future market rates for similar securities (Level 2 inputs).

The fair value of the interest rate swap derivative was a liability of \$5,766,000 and \$10,668,000 for the years ended June 30, 2022 and 2021, respectively. Consequently, the change in fair value resulted in an unrealized gains of \$4,902,000 and \$3,505,000 for the years ended June 30, 2022 and 2021, respectively. Unrealized gains are included in the Statements of Activities as Other Income.

Note 11 – Liquidity and Availability

The Corporation regularly monitors liquidity required to meet its operating needs and other contractual commitments. Expenditures are generally met within 30 days, although the Corporation has no financial assets available for general expenditure. All financial assets are restricted for debt service and construction costs. The Corporation's liquidity needs are funded by the University as expenses are incurred.

Note 12 – Risks and Uncertainties

Our concentrations as noted in Note 3 due to a high concentration of revenue from a single source and the market in which it conducts operations make it reasonably possible that the Corporation is vulnerable to the risk of a near-term severe impact.

Note 13 – Subsequent Events

The Corporation has evaluated subsequent events through the date which the financial statements were available to be issued, September 2, 2022. No subsequent events occurring after the date above have been evaluated for inclusion in these financial statements. Based on such evaluation, no events have occurred that, in the opinion of management, warrant recognition in the financial statements or disclosure in the notes to the financial statements as of June 30, 2022.

NSU FACILITIES CORPORATION

Thibodaux, Louisiana

Schedule of Representations

Year Ended June 30, 2022

NSU FACILITIES CORPORATION

Table of Contents

June 30, 2022

	<u>Page</u>
Independent Accountant's Report	1-2
Schedule of Representations	3-6

**Martin
and
Pellegrin**

103 Ramey Road
Houma, Louisiana 70360

*Certified public Accountants
(A Professional Corporation)*

Ph. (985) 851-3638
Fax (985) 851-3951

INDEPENDENT ACCOUNTANT'S REPORT

To the Board of Directors
NSU Facilities Corporation
Thibodaux, Louisiana

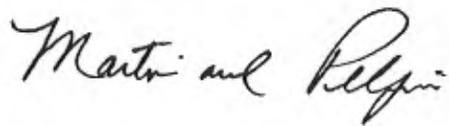
We have examined the management of NSU Facilities Corporation's assertion that the accompanying Schedule of Representations for the year ended June 30, 2022 is presented in accordance with the requirements of the Board of Supervisors of the University of Louisiana System. NSU Facilities Corporation's management is responsible for its assertion. Our responsibility is to express an opinion on management's assertion based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the examination to obtain reasonable assurance about whether management's assertion about compliance with the specified requirements is fairly stated, in all material respects. An examination involves performing procedures to obtain evidence about whether management's assertion is fairly stated in all material respects. The nature, timing, and extent of the procedures selected depend on our judgment, including an assessment of the risks of material misstatement of management's assertion, whether due to fraud or error. We believe that the evidence we obtained is sufficient and appropriate to provide a reasonable basis for our opinion.

We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Corporation's compliance with specified requirements.

In our opinion, management's assertion that the accompanying Schedule of Representations for the year ended June 30, 2022 is presented in accordance with the requirements of the Board of Supervisors of the University of Louisiana System is fairly stated, in all material respects.

This report is intended solely for the information and use of NSU Facilities Corporation and the Board of Supervisors of the University of Louisiana System and is not intended to be and should not be used by anyone other than those specific parties.

A handwritten signature in black ink, appearing to read "Martin and Pelpin". The signature is written in a cursive, flowing style.

Houma, Louisiana
September 2, 2022

NSU FACILITIES CORPORATION

Schedule of Representations

Year Ended June 30, 2022

Representation # 1

Board of Directors

- a) Officers and members of the Corporation's Board of Directors, with a brief biography of each and the expiration of their terms, are as follows:

Board Member	Term	Term Expires	Office Held
Mr. Joseph Kolwe	5 Years	June 25, 2025	Chairperson
Mr. Henry J. Lafont, Jr.	5 Years	July 8, 2026	Vice-Chairperson
Mr. Jerry Ledet	5 Years	June 25, 2025	Secretary - Treasurer
Dr. Michele Caruso	5 Years	June 28, 2027	Board Member
Mr. Terry P. Braud, Jr.	5 Years	June 25, 2025	Board Member

Mr. Joseph Kolwe – A Certified Public Accountant licensed to practice public accounting in the State of Louisiana. His office is located in Thibodaux, and he has practiced public accounting since 1983. Mr. Kolwe is a 1973 Accounting graduate of Nicholls State University.

Mr. Henry J. Lafont, Jr. – Practicing attorney for 41 years and former Associate Professor at Nicholls State University for 15 years. Mr. Lafont is a 1976 graduate of Nicholls State University with a B.A. in History and a 1979 graduate of the Louisiana State University Law Center.

Mr. Jerry Ledet – President and Chief Executive Officer of Synergy Bancshares, Inc. Mr. Ledet lives in Thibodaux and is a graduate of Nicholls State University and the Graduate School of Banking of the South. He has and currently serves on several civic organization and professional boards.

Dr. Michele Caruso – Vice President for Student Affairs at Nicholls State University. Dr. Michele Caruso has served in various administrative capacities as well as taught graduate and undergraduate courses at Nicholls since 1996. She has a doctorate from Mississippi State University (1996), an undergraduate from University of New Orleans (1990), and a master's from University of New Orleans (1992).

Mr. Terry P. Braud, Jr. – Vice President for Finance and Administration at Nicholls State University. Mr. Braud is a graduate of Nicholls State University. He is also a Certified Public Accountant licensed to practice public accounting in the State of Louisiana. He was previously an employee and officer in a privately held energy-related company for 27 years before assuming his role at Nicholls State University in 2016.

NSU FACILITIES CORPORATION

Schedule of Representations

Year Ended June 30, 2022

- b) A schedule of board meetings held during the year ended June 30, 2022, is as follows:

June 28, 2022

Representation # 2

Corporate and/or Statutory Responsibilities

- a) No changes were made to the Articles of Incorporation or the Bylaws during the current fiscal year.
- b) The federal income tax return, Form 990, for the year ended June 30, 2022 will be filed by its due date by Martin & Pellegrin, CPAs (PC), as part of their engagement agreement.
- c) The NSU Facilities Corporation has filed the appropriate registration with the Louisiana Secretary of State during the 2021-2022 fiscal year and is currently in good standing.
- d) The Corporation deposited and/or held the following public funds during the year under audit: The only funds held by the Corporation directly relating to Nicholls State University are on deposit with the Trustee for payment of Series 2007B, Series 2016A, Series 2016B, Series 2017A, and Series 2021 Bonds.

Representation # 3

Contracts

- a) All lease, lease-back, financing (bond covenants, trustee agreements, etc.), and/or any other agreements that NSU Facilities Corporation has with the Board of Supervisors for the University of Louisiana System on behalf of Nicholls State University are as follows:
1. Ground and Buildings Lease Agreement dated August 1, 2007.
 - a. First Amendment to Ground and Buildings Lease Agreement dated February 25, 2008.
 - b. Second Amendment to Ground and Buildings Lease Agreement dated October 1, 2009.
 2. Agreement to Lease with Option to Purchase dated August 1, 2007.
 - a. First Amendment to Agreement to Lease with Option to Purchase dated February 25, 2008.
 - b. Second Amendment to Agreement to Lease with Option to Purchase dated October 1, 2009.
 3. Ground and Facilities Lease Agreement dated February 1, 2016.

NSU FACILITIES CORPORATION

Schedule of Representations

Year Ended June 30, 2022

4. Agreement to Lease with Option to Purchase dated February 1, 2016.
 5. Ground and Buildings Lease Agreement dated December 1, 2017.
 6. Agreement to Lease with Option to Purchase dated December 1, 2017.
 7. Ground and Facilities Lease Agreement dated March 11, 2021.
 8. Agreement to Lease with Option to Purchase dated March 11, 2021.
- b) All debt service payments on Series 2007B, Series 2010, Series 2016A, Series 2016B, Series 2017A, and Series 2021 Bonds have been made timely to the Trustee.
 - c) There were no payments due to Nicholls State University.
 - d) All payments for debt service have been deposited in a timely manner and in the appropriate reserve accounts when collected.

Representation # 4

Relationship to University

- a) Series 2007B, Series 2010, Series 2016A, Series 2016B, Series 2017A, and Series 2021 Bonds – The ground leases, facilities leases (bond covenants, trustee agreements, etc.), and agreements with the Board of Supervisors for the University of Louisiana System and Nicholls State University are disclosed in the notes to financial statements.

There are no contracts between the Corporation and any member of its Board of Directors, any member of the University of Louisiana System Board of Supervisors, any University of Louisiana System employee, or any Nicholls State University employee.

- b) There have been no payments for supplemental compensation and/or benefits for a University of Louisiana System or Nicholls State University employee paid during the fiscal year being audited.

Representation # 5

Repair and Replacement Reserve Accounts

- a) Funding:
 1. Series 2016A – Consists of amounts previously held in connection with the Series 2006A bonds. No annual payments required. Funds are held by Nicholls State University.

NSU FACILITIES CORPORATION

Schedule of Representations

Year Ended June 30, 2022

2. Series 2016B – Funded annually by Nicholls State University. Unexpended funds previously held in connection with the Series 2006B Bonds were transferred to the Series 2016B reserve account. Funds are held by NSU Facilities Corporation.
 3. Series 2017A – Consists of amounts previously held in connection with the Series 2007 Bonds. Funded annually by Nicholls State University. Funds are held by NSU Facilities Corporation.
 4. Series 2021 – Funded annually by Nicholls State University. Unexpended funds previously held in connection with the Series 2010 Bonds were transferred to the Series 2021 reserve account. Funds are held by NSU Facilities Corporation.
- b) All required contributions to the Reserve accounts have been made as scheduled.
- c) Balances as of June 30, 2022:
1. Funded and held by Nicholls State University:
 - a. Series 2016A Bonds - \$ 284,000
 2. Funded by NSU Facilities Corporation and held by Trustee:
 - a. Series 2016B Bonds - \$700,987
 - b. Series 2017A Bonds - \$2,080,255
 - c. Series 2021 Bonds - \$1,555,013.